



INVITATION TO ANNUAL GENERAL MEETING OF NEW NORDIC HEALTHBRANDS AB (PUBL.)

Shareholders of New Nordic Health Brands AB (publ.) are hereby invited to attend the Annual General Meeting 2021.

PLACE: Quality Hotel View

ADDRESS: Hyllie Stationstorg 29, 215 32 Malmö, Sverige

TIME: Thursday 29 April 2021 at 10.00

REGISTRATION

Shareholders who wish to attend the AGM shall both be entered in the company's register of shareholders kept by Euroclear Sweden AB in their own name (not nominee-registered) by Wednesday 21 April 2021 and notify their intention to attend the Annual General Meeting by 21 April 2021 16.00 at the latest, in writing to the address New Nordic Healthbrands AB, Ivan Ruscic, Södra Förstadsgatan 3, 211 43 Malmö or by e-mail to, ivan@newnordic.se.

Registration by e-mail will only be valid if confirmed by New Nordic. The attendance of any assistants is to be notified to the same addresses by the same date.

Shareholders must state in the notice their name, civil identity number or corporate registration number, telephone number (daytime) as well as the number of shares held. In order to attend the meeting shareholders whose shares are nominee-registered must have their shares temporarily re-registered with Euroclear Sweden AB in their own name. Such re-registration must be effected by Wednesday 21 April 2021.

In order to re-register shares in time, shareholders should make the request via their custodian in good time before this date.

AGENDA

1. Opening of the AGM.
2. Election of Chairman of the AGM.
3. Establishment and approval of voting list.
4. Approval of the Agenda.
5. Election of one or two verifiers of the minutes.
6. Confirmation of whether the Meeting has been duly convened.
7. Address by CEO Karl Kristian Bergman Jensen.
8. Presentation of the annual accounts, the auditors' report and consolidated financial statements and the audit report.
9. Resolution to adopt the income statement, balance sheet, consolidated income statement and consolidated balance sheet.

10. Resolution on the appropriation of profit according to the adopted balance sheet.
11. Resolution to discharge the Board and Chief Executive Officer from liabilities to the company.
12. Determination of remuneration for the Board and the auditor.
13. Election of Board Directors.
14. Election of auditor.
15. Decisions regarding the Nomination Committee
16. Authorization for the Board to decide to increase share capital by issuing new shares , issuance of convertible bonds and the issuance of warrants.
17. Authorization for the Board or persons appointed by the Board to make the formal changes to decisions in point 15 that may prove necessary in connection with registration of the Issue to Bolagsverket.
18. Closing of the AGM.

PROPOSED RESOLUTIONS

Item 10 - Proposed dividend

The board of directors and the CEO propose the Annual General Meeting to decide a dividend of SEK 1.50 per share to be paid for 2020. May 3, 2021 was decided as record date. With this record day, Euroclear Sweden AB is expected to pay the dividend on 6 May 2021.

Items 12, 13 and 14 - Fees to directors and auditors and election of directors and auditor

The board fee is proposed to be SEK 437 500 to dispense with 187 500 paid to the Chairman, SEK 0 to Karl Kristian Bergman Jensen and with SEK 125 000 each to the other two directors and remuneration to the auditor shall be paid in a reasonable amount of approved invoices.

Board is to consist of four members with no deputies. Re-election of board members Jessica Tyreman, Lennart Sjölund, Marinus Blaabjerg Sørensen samt Karl Kristian Bergman Jensen. Marinus Blaabjerg Sørensen is proposed as Bord Chairman.

It is proposed to re-elect Ernst & Young as auditor.

Item 15 - Decisions regarding the Nomination Committee

It is proposed that the 2021 Annual General Meeting make a decision

- to establish a Nomination Committee where the Chairman of the Board will be tasked with contacting the 5 largest voting shareholders and asking these shareholders to appoint members to form a nomination committee together with the CEO, Karl Kristian Bergman Jensen. The Nomination Committee consists of three members
- that given New Nordic's ownership structure, Karl Kristian Bergman Jensen, in his capacity as representative of the main shareholder, Vaccinium Holding ApS, is the natural choice to be chairman of New Nordic's nomination committee. This differs from section 2.4 of the Swedish Code of Corporate Governance
- to decide the following on the Nomination Committee's principles

It is up to the Nomination Committee to decide before the Annual General Meeting whether the Nomination Committee finds it necessary to propose to the Annual General Meeting a change in the principles in question. The Nomination Committee shall consist of representatives of the five largest shareholders in terms of votes at the turn of the year (grouped by owners as of 31 December) and the Chairman of the Board, who shall also be instructed to convene the Nomination Committee for its first meeting.

The Nomination Committee appoints a chairman from among its members. The composition of the Nomination Committee shall be announced no later than six months before the Annual General Meeting. The Nomination Committee's term of office shall extend until a new Nomination Committee has been appointed. The company is responsible for costs associated with the performance of the Nomination Committee's assignment.

The members of the Nomination Committee do not receive any remuneration from the company. In the event that a member of the Nomination Committee resigns, is prevented from performing his or her duties or if the owner who appointed the member makes his or her seat available, the remaining members shall, if the Nomination Committee so decides, appoint a suitable replacement from among the company's shareholders for the remaining term.

The Nomination Committee's assignment shall include evaluating the composition and work of the Board and submitting proposals to the Annual General

Meeting on:

- Chairman of the Annual General Meeting
- number and proposals for members of the Board of Directors elected by the Annual General Meeting
- Chairman of the Board
- remuneration to non-employed board members
- where applicable, election of auditors and audit fees
- where applicable, principles for the election of members to the Nomination Committee and the Nomination Committee's assignments
- The Nomination Committee's proposals shall be presented in the notice convening the Annual General Meeting where board or auditor elections shall take place and on the company's website. The Nomination Committee shall report to the Annual General Meeting on how its work has been conducted and present and justify its proposals.

Item 16 - Resolution of authorization

The Board proposed to authorize, for the period until the next AGM, on one or more occasions, to issue new shares, or issue convertible bonds or issue of warrants. Acting by virtue of the authorization, the number of shares could be increased by a maximum of 1,500,000 pieces, representing an overall increase of the share capital by a maximum of SEK 1,500,000. Authorization shall also include the right to issue new shares or issue of convertible bonds or issue warrants in kind or set-off or otherwise with conditions referred to in Chapter 13.5 § first paragraph 6 or 14 Ch. 5 § first paragraph 6, or Chapter 15.5 § first paragraph 4 of the Companies Act. The emissions may pursuant to Board decision be made with deviation from the shareholders' preferential rights. This deviation shall enable capital procurement in connection with the continued efforts in the Company's business including acquisitions. The issue price shall be based on market conditions generally applicable to similar types of issues.

Available documents

The financial statements, auditor's report and the complete proposals for decisions and other documents required under the Companies Act will be published on newnordic.se and will be available at the Company's offices in Malmö from 1 April 2021 and sent to shareholders who so request and state their address.

Malmö, March 2021

The Board

New Nordic Healthbrands AB (publ)